

**AMENDMENTS TO THE CLAIMS**

This listing of claims will replace all prior versions, and listings, of claims in the application:

1 – 8 (Canceled)

9. (Previously Amended) An assembly of a vehicle including at least two panels, the assembly comprising:

a structural outer roof panel of a vehicle having a non-flat, contoured, passenger-compartment-facing inboard surface;

a passenger compartment interior trim panel disposed adjacent the structural outer roof panel of the vehicle and having an outboard surface defining a non-flat topography that matches the non-flat, contoured, passenger-compartment-facing inboard surface of the structural outer roof panel, the passenger compartment interior trim panel comprising:

a core layer having inboard and outboard surfaces;

a heat formable metalized film layer bonded to the outboard surface of the core layer and defining a non-flat topography that matches the non-flat, contoured, passenger-compartment-facing inboard surface of the structural outer roof panel, the heat formable metalized film layer positioned completely against the passenger-compartment-facing inboard surface of the structural outer roof panel without an air gap between the structural outer roof panel and the passenger compartment interior trim panel; and

a decorative layer disposed on the inboard surface of the core layer and exposed to the passenger compartment.

10. (Previously Amended) The assembly of claim 9, wherein the core layer includes a first material and the heat formable metalized film layer includes a second material, the first material being compatible with the second material and each of the first material and the second material includes a polymer material.

11. (Previously Amended) The assembly of claim 10, wherein the polymer material of the second material that forms the heat formable metalized film layer comprises polyethylene terephthalate (PET).

12. (Previously Amended) The assembly of claim 10, wherein said first material of the core layer comprises an insulating material.

13. (Previously Amended) The assembly of claim 12, wherein the first material of the core layer comprises polypropylene.

14. (Previously Amended) The assembly of claim 9, wherein the passenger compartment interior trim panel comprises a headliner.

15. (Previously Canceled)

16. (Previously Withdrawn) A method of manufacturing a vehicle panel having a non-flat topography, comprising the steps of:

positioning a core layer on a first mold half of a mold tool;

positioning a heat formable metalized film on a second mold half of the mold tool; and

closing the first and second mold halves and applying heat to the core layer such that the heat from core layer is transferred to the metalized film, whereby the metalized film becomes formable and bonds to the core layer, and whereby the metalized film forms a metalized contoured panel matching an exterior surface of a vehicle.

17. (Previously Withdrawn) The method of claim 16, wherein the vehicle panel is attached to a vehicle surface substantially without an air gap.

18. (Previously Amended) A vehicle roof construction comprising:

an outer structural panel having an outer surface and a passenger-compartment-facing inboard surface, wherein the outer structural panel forms a non-flat vehicle roof; and

an interior trim panel having a vehicle-roof-facing outboard surface and an inner surface, the interior trim panel forming a headliner adjacently-attached to the passenger-compartment-facing inboard surface without an air gap therebetween, the headliner comprising:

a thermoformed film layer facing and attached to the passenger-compartment-facing inboard surface of the vehicle roof;

a core layer heat bonded to the film layer, the core layer including a first material having heat absorbing or insulating properties a second material having heat-reflecting properties, each of the first material and the second material including a polymer material, wherein the second material that forms the film layer is coated with a metallic material to define a metalized film layer; and

a decorative layer disposed on an inboard surface of the core layer and forming the inner surface of the interior trim panel.

19. (Previously Presented) The vehicle roof construction of claim 18, wherein the polymer material comprising the second material of the metalized film layer comprises:

a polyethylene terephthalate (PET).

20-21. (Canceled)

22. (Previously Amended) The vehicle roof construction of claim 18, further comprising a second layer attached thereto or a surface opposite of the metalized film layer.

23. (Previously Amended) The vehicle roof construction of claim 22, wherein the second layer is a fabric material.

24. (Canceled)

25. (Previously Amended) The vehicle panel of claim 9, wherein the decorative layer comprises a metalized film.

26. (Previously Amended) The vehicle panel of claim 18, wherein the decorative layer comprises a metalized film.

27. (Canceled)

28. (Previously Presented) The vehicle panel of claim 9, wherein the decorative layer comprises a fabric.

29. (Previously Presented) The vehicle panel of claim 18, wherein the decorative layer comprises a fabric.